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Division of Corporations

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Florida Department of State  
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**FLORIDA LIMITED LIABILITY CO.**  
**Windover 65 Southport, LLC**

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SECRETARY OF STATE  
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**ARTICLES OF ORGANIZATION  
OF  
WINDOVER 65 SOUTHPORT, LLC**

The undersigned, desiring to form a limited liability company (the "Company") under Chapter 605 of the Florida Statutes (the "Act"), does hereby state the following:

**ARTICLE I  
NAME**

The name of the Company shall be Windover 65 Southport, LLC.

**ARTICLE II  
PURPOSE**

The Company is formed for any purpose or purposes for which a limited liability company may be formed pursuant to the Act.

**ARTICLE III  
PRINCIPAL PLACE OF BUSINESS**

The initial mailing address and street address of the principal office of the Company shall be 3635 Bonita Beach Road, Suite 4, Bonita Springs, Florida 34134-4157.

**ARTICLE IV  
REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial registered agent of the Company is R & A Agents, Inc., an Ohio corporation, and the street address of the initial registered agent, which shall be the registered office of the Company, is c/o Mark J. Price, Assistant Secretary, 850 Park Shore Drive, Third Floor, Naples, Florida 34103-3587.

**ARTICLE V  
EFFECTIVE DATE**

The Company's effective date of existence shall be the date of filing of these Articles of Organization.

**ARTICLE VI  
DURATION**

The Company's duration shall be perpetual.

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ARTICLE VII  
MANAGERS

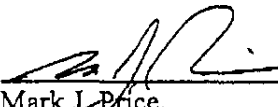
The initial Managers of the Company shall be:

Steven B. Dodge  
3635 Bonita Beach Road, Suite 4  
Bonita Springs, Florida 34134-4157;

Lee R. Dellicker  
3635 Bonita Beach Road, Suite 4  
Bonita Springs, Florida 34134-4157; and

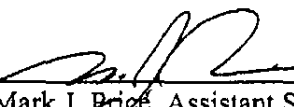
Chris D. Koeplin  
3635 Bonita Beach Road, Suite 4  
Bonita Springs, Florida 34134-4157.

IN WITNESS WHEREOF, the undersigned, Mark J. Price, being the authorized representative of a member of the Company hereinbefore named, for the purpose of forming a limited liability company under the Act has executed these Articles of Organization as of this 9th day of March, 2015.

  
\_\_\_\_\_  
Mark J. Price,  
Authorized Representative of a Member

I, Mark J. Price, Assistant Secretary of R & A Agents, Inc., an Ohio corporation, a company which has been designated to act as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, hereby, on behalf of such company, accept the appointment as registered agent and agree to act in this capacity. I further agree, on behalf of such company, to comply with the provisions of all statutes relating to the proper and complete performance of a registered agent's duties, and I am familiar with and accept the designations of the position as registered agent.

R & A Agents, Inc.,  
an Ohio corporation, Registered Agent

By:   
\_\_\_\_\_  
Mark J. Price, Assistant Secretary

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